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Page 1 of 25
Order Filed on July 20, 2023
by Clerk
U.S. Bankruptcy Court
District of New Jersey

*Proposed Special Counsel for the Official
Committee of Unsecured Creditors*

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

In re:

BED BATH & BEYOND, INC., et al.¹
Debtors.

(Hon. Vincent F. Papalia)

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

**ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF GIBBONS P.C.
AS SPECIAL COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS EFFECTIVE AS OF MAY 23, 2023**

The relief set forth on the following pages, numbered two (2) through four (4), is hereby

ORDERED.

DATED: July 20, 2023


Honorable Vincent F. Papalia
United States Bankruptcy Judge

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 650 Liberty Avenue, Union, New Jersey 07083.

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Debtors: Bed Bath & Beyond, Inc., *et al.*

Case No.: 23-13359 (VFP)

Caption: Order Authorizing the Retention and Employment of Gibbons P.C. as Special Counsel to the Official Committee of Unsecured Creditors Effective as of May 23, 2023

Upon the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Retention and Employment of Gibbons P.C. as Special Counsel Effective as of May 23, 2023* (the “Application”);² and upon the Malone Declaration and the Mandell Declaration; and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Standing Order of Reference* from the United States District Court for the District of New Jersey dated July 23, 1984 and amended September 18, 2012; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (c) the Court having found that venue of these proceedings and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and (d) the Court may enter a final order consistent with Article III of the United States Constitution; and the Court being satisfied that notice of the Application and the opportunity for a hearing on the Application was appropriate under the particular circumstances and no further or other notice need be given; and the Court being satisfied, based on the representations made in the Application and the Malone Declaration, that Gibbons does not hold or represent an adverse interest in connection with the Chapter 11 Cases, and that Gibbons is a “disinterested person” as such term is defined in section 101(14) of the Bankruptcy Code; and the Court having determined that the relief sought in the Application is in the best interests of the Committee, the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Application and the Malone Declaration establish just cause for the relief granted herein; and after due deliberation and good cause appearing therefor, it is hereby

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

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Debtors: Bed Bath & Beyond, Inc., *et al.*

Case No.: 23-13359 (VFP)

Caption: Order Authorizing the Retention and Employment of Gibbons P.C. as Special Counsel to the Official Committee of Unsecured Creditors Effective as of May 23, 2023

ORDERED THAT:

1. The Application is **GRANTED** as set forth herein.
2. Pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code, the Committee is authorized to retain and employ Gibbons as special counsel, effective as of May 23, 2023.
3. Gibbons shall be compensated for legal services rendered to the Committee and reasonable expenses incurred in connection therewith in accordance with sections 330 and 331 the Bankruptcy Code, applicable Bankruptcy Rules and Local Rules, and any other orders of this Court. Gibbons also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the UST Guidelines in connection with the Application and any interim and final fee applications to be filed by Gibbons in the Chapter 11 Cases.
4. Gibbons is authorized to render professional services to the Committee as set forth in the Application, and shall use its best efforts to avoid unnecessary duplication of services provided by the Committee's lead bankruptcy counsel, Pachulski, or any of the Committee's other retained professionals in the Chapter 11 Cases.
5. Gibbons shall provide ten (10) business days' notice to the Debtors and the U.S. Trustee before any increase in rates set forth in the Application or Malone Declaration and shall file such notice with the Court
6. The Committee and Gibbons are authorized to take all actions they deem necessary and appropriate to effectuate the relief granted pursuant to this Order in accordance with the Application.

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Debtors: Bed Bath & Beyond, Inc., *et al.*

Case No.: 23-13359 (VFP)

Caption: Order Authorizing the Retention and Employment of Gibbons P.C. as Special Counsel
to the Official Committee of Unsecured Creditors Effective as of May 23, 2023

7. The terms and conditions of this Order shall be immediately effective and
enforceable upon its entry.

8. The Court shall retain jurisdiction with respect to all matters arising from or related
to the interpretation or implementation of this Order.

In re:
Bed Bath & Beyond Inc.
Debtor

Case No. 23-13359-VFP
Chapter 11

District/off: 0312-2
Date Rcvd: Jul 20, 2023

User: admin
Form ID: pdf903

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The following symbols are used throughout this certificate:

Symbol **Definition**

+ Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jul 22, 2023:

Recip ID	Recipient Name and Address
db	+ Bed Bath & Beyond Inc., 650 Liberty Avenue, Union, NJ 07083-8107
aty	+ Casey McGushin, 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Charles B. Sterrett, Kirkland & Ellis, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	+ Derek I. Hunter, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Emily E. Geier, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Jacob E. Black, Kirkland and Ellis LLP, 3101 Old Jacksonville Road, Springfield, IL 62704-6488
aty	+ Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Michael A. Sloman, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Noah Z. Sosnick, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Olivia F. Acuna, Kirkland and Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643
aty	+ Richard U.S. Howell, P.C., KIRKLAND & ELLIS LLP, KIRKLAND & ELLIS INTERNATIONAL LLP, 300 North LaSalle Street, Chicago, IL 60654-5412
aty	+ Ross Fiedler, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022-4643

TOTAL: 12

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

NONE

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jul 22, 2023

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on July 20, 2023 at the address(es) listed below:

Name Email Address

A.J. Webb

on behalf of Creditor Select Consolidated Management LLC awebb@fbtlaw.com

District/off: 0312-2

Date Recd: Jul 20, 2023

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Aaron Applebaum

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aaron--applebaum--3547@ecf.pacerpro.com

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on behalf of Creditor CR Mount Pleasant LLC aaron.applebaum@us.dlapiper.com, aaron--applebaum--3547@ecf.pacerpro.com

Aaron Applebaum

on behalf of Creditor CR West Ashley LLC aaron.applebaum@us.dlapiper.com, aaron--applebaum--3547@ecf.pacerpro.com

Aaron Applebaum

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aaron--applebaum--3547@ecf.pacerpro.com

Aaron Applebaum

on behalf of Interested Party WM Sunset & Vine LLC aaron.applebaum@us.dlapiper.com
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Andrew Braunstein

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Andy Winchell

on behalf of Creditor Dong Koo Kim and Jong Ok Kim Trustees of the Dong Koo Kim and Jong Ok Kim Family Trust, dated October 18, 1996 andy@winchlaw.com,
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District/off: 0312-2

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Total Noticed: 12

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Douglas T Tabachnik

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Edmond P O'Brien

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